



Norfolk Southern Corporation
Law Department
Three Commercial Place
Norfolk, Virginia 23510-2191

J. Gary Lane
General Solicitor

Writer's Direct Dial Number
(804) 629-2818

January 5, 1994

RECORDATION NO. 10113 ^Z FILED 1425

JAN 10 1994 -3 10 PM

INTERSTATE COMMERCE COMMISSION

Mr. Sidney Strickland
Secretary
Interstate Commerce Commission
12th and Constitution Avenue, N.W.
Washington, D.C. 20423

Dear Mr. Strickland:

In accordance with 49 U.S.C. § 11303 and the Commission's Rules, I submit herewith for recording with the Commission four (4) counterparts, properly executed and acknowledged, of the document described below.

This document is a Statement of New Numbers, a secondary document, dated as of January 4, 1994. The primary document to which this is connected is recorded under Recordation No. 10113.

The names and addresses of the parties to the document to which this secondary document is connected are as follows:

VENDOR/ASSIGNEE: Metropolitan Life Insurance Company
One Madison Avenue
New York, New York 10010

VENDEE: Norfolk Southern Railway Company
(formerly Southern Railway Company)
Three Commercial Place
Norfolk, Virginia 23510

The equipment covered by the document is generally described as follows:

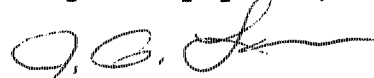
<u>Number of Units</u>	<u>General Description</u>	<u>AAR Symbol</u>	<u>Railroad's Road Numbers (old numbers)</u>
16	Cars	HT	SOU 351262, 351172, 351096, 351208, 351271, 351147, 351228, 351231, 351076, 351330, 351293, 351151, 351443, 351404
		XM	SOU 531795, 531554

A fee of \$18.00 is enclosed. Please return three of the original counterparts of the document, stamped with the Commission's recordation data, to J. Gary Lane, Norfolk Southern Corporation, Three Commercial Place, Norfolk, Virginia 23510.

A short summary of the document to appear in the index follows:

Statement of New Numbers dated as of January 4, 1994, with respect to Conditional Sale Agreement with Recordation No. 10113, dated September 1, 1978, sixteen (16) cars, numbered from the series SOU 351000 through SOU 351499, changed by substituting the road initials to NS, and SOU 531795 and 531554, changed to NS 412053 and 412052 respectively.

Very truly yours,



J. Gary Lane

Enclosures

cc: Metropolitan Life Insurance Company
One Madison Avenue
New York, New York 10010

CSA 9/1/78

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STATEMENT OF NEW NUMBERS

INTERSTATE COMMERCE COMMISSION

STATEMENT OF NEW NUMBERS ASSIGNED TO SIXTEEN (16) CARS BEARING THE SOUTHERN RAILWAY COMPANY ROAD NUMBERS SOU 351262, 351172, 351096, 351208, 351271, 351147, 351228, 351231, 351076, 351330, 351293, 351151, 351443, 351404, 531795, AND 531554, SUBJECT TO A CONDITIONAL SALE AGREEMENT DATED AS OF SEPTEMBER 1, 1978, AMONG NORFOLK SOUTHERN RAILWAY COMPANY (FORMERLY NAMED SOUTHERN RAILWAY COMPANY) AND PULLMAN INCORPORATED (PULLMAN STANDARD DIVISION), FRUIT GROWERS EXPRESS COMPANY AND GREENVILLE STEEL CAR COMPANY, AND AN AGREEMENT AND ASSIGNMENT DATED AS OF SEPTEMBER 1, 1978, AMONG PULLMAN INCORPORATED (PULLMAN STANDARD DIVISION), FRUIT GROWERS EXPRESS COMPANY, GREENVILLE STEEL CAR COMPANY AND METROPOLITAN LIFE INSURANCE COMPANY

Old Road Number
AssignedNew Road Number
Assigned

SOU 351262
SOU 351172
SOU 351096
SOU 351208
SOU 351271
SOU 351147
SOU 351228
SOU 351231
SOU 351076
SOU 351330
SOU 351293
SOU 351151
SOU 351443
SOU 351404
SOU 531795
SOU 531554

NS 351262
NS 351172
NS 351096
NS 351208
NS 351271
NS 351147
NS 351228
NS 351231
NS 351076
NS 351330
NS 351293
NS 351151
NS 351443
NS 351404
NS 412053
NS 412052

IN WITNESS WHEREOF, Norfolk Southern Railway Company has caused this instrument to be executed in its corporate name by its duly authorized officer, and its corporate seal to be hereunto affixed, duly attested, as of the 4th day of January, 1994.

NORFOLK SOUTHERN RAILWAY COMPANY

By: W. H. R.
Vice President

ATTEST:

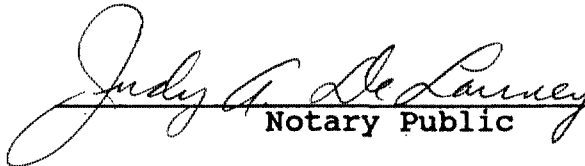
Sandra J. Pura
Assistant Corporate Secretary

COMMONWEALTH OF VIRGINIA)

CITY OF NORFOLK)

ss:

On this 4th day of January, 1994, before me personally appeared William J. Romig, to me personally known, who being by me duly sworn, says that he is a Vice President of Norfolk Southern Railway Company, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument by him on this date was the free act and deed of said corporation.


Notary Public

My Commission expires: _____

September 30, 1997